ANNEX 2: Procedural Standing Orders

Introduction
Procedural standing orders regulate the conduct of the Authority's business so that fair and accountable decisions can be made.

The Authority

Extraordinary Meetings of the Authority

1. An extraordinary meeting of the Authority may be called at any time by the Chair. A minimum of five Members may request a meeting in writing to the Chair who shall not unreasonably refuse additional meetings. No business may be discussed other than the business that led to the need for an extraordinary meeting.

Membership and Members' rights

2. All Members are entitled to attend full meetings of the Authority and to speak and vote unless they have been suspended from office. Any Member may request to attend any meeting of a committee/group, whether or not he or she is a Member of that committee/group and may not unreasonably be refused. If they are not a Member of that committee/group they may speak with the permission of the Chair, but not vote.

3. Any Authority Member has the right of access to Ministers on any matter which he or she believes raises important issues relating to his or her duties as an Authority Member. In such cases, the agreement of the rest of the Authority should normally be sought and the Chair should be used as the intermediate stage for consultation with Ministers. Members should endeavour to resolve all matters internally.

Co-opted Members

4. In accordance with the Act the Authority will not appoint co-opted Members.

Business at Authority meetings

5. The agenda for each meeting of the Authority shall be prepared by the Chief Executive in consultation with the Chair of the Authority. The Chief Executive and the Chair shall consult with the Chief Constable as appropriate and agree the submission of such reports from the Force to the Authority as requested by the Chief Executive, Chief Constable or Chair.

6. Members may place items on agendas but they must be received in writing by the Chief Executive 25 working days before the meeting. Items may be accepted between 25 and 15 working days before the meeting at the discretion of the Chief Executive. Items will not be accepted less than 15 working days before a meeting.

7. Reports shall be submitted to the Chief Executive for despatch not later than seven calendar days before the meeting. Papers received after the seven day deadline will not be circulated without the agreement of the Chairman.

8. Where any Member is unable to attend a meeting for which he or she is a Member, they may:

(a) send written comments on any items or reports to the Chief Executive who will make them known to the Chairman of the Meeting and which will be relayed to the meeting when the item or report to which they relate are being discussed;

(b) participate in the meeting by way of a telephone or video link conference call, provided

that at least three days' notice has been given to the Chief Executive of their intention to do so, and the Chairman of the meeting has agreed to this method of participation. Any such attendance will be counted for the purpose of recording any votes and shall be included in the numbers relating to the quorum of the meeting.

Quorum of the Authority

9. The quorum for meetings of the Authority shall be half the number plus one of Authority Members. The quorum for meetings of the Authority will need to include at least one Member from each knowledge group[38].

10. Outside of the Authority Membership, the Authority Senior Management Team and the Chief Officer Team, attendance at Authority meetings will be limited with policy leads from the Authority and BTP attending only for the duration of items that fall within their policy area.

Authority Minutes

11. The minutes of the proceedings of a meeting of the Authority shall be considered and approved at the next suitable meeting of the Authority.

12. Minutes should include the names of those present at meetings and all decisions taken. Approved minutes must be kept available for inspection by Members and the public for six years after the date of meeting. Minutes of Public Meetings will be made available on the Authority's web site.

13. The Chair shall determine the sense of the meeting; if necessary, a proposition can be determined by show of hands or, at the discretion of the Chair, by secret ballot.

14. Names and votes of Members shall not normally be recorded in minutes, but Members can request that abstention or dissent is recorded.

15. In the case of an equality of votes the Chair, or other person presiding at the meeting, shall have a second or casting vote.

The Authority Chair

16. The Chair will chair all Authority meetings, if he or she is present. In the absence of the Chair, meetings will be chaired by the Deputy Chair (if appointed) or by another Member chosen by a simple majority of Members present.

17. If the Deputy Chair is presiding at the meeting in the absence of the Chair, he or she may exercise any power or duty of the Chair of the Authority.

18. In the absence of the Chair or Deputy Chair (if appointed) or in other circumstances with the consent of the Chair, another Member may act as Chair in every capacity, both at Authority meetings and at other times.

19. The Chair should ensure that the Authority meets at appropriate intervals, and that the minutes of meetings and any reports to the Secretary of State accurately record the decisions taken and, where appropriate, the views of the individual Authority members.

20. The Chair is responsible for representing the views of the Authority to the public.

[38] Representative groups are the Members with experience of providing railway services, Members with experience of the interests of people travelling by railway, and independent Members.

21. The Chair should ensure that new Authority Members are appropriately and properly briefed on appointment (and their training needs considered), and provide an assessment of their performance, on request, when Members are considered for re- appointment to the Authority.

22. In the event of disruptive or abusive behaviour, the Chair may require any person or persons to leave a meeting of the Authority.

23. The Chair may adjourn and reconvene a meeting at any time.

Decisions between Scheduled Meetings

24. If, between scheduled meetings of the Authority and/or its Committees if the Chair of the Full Authority / relevant Committee has decided, on the advice of the Chief Executive, that a decision in advance of the next scheduled meeting is necessary, then the Authority and/or its Committee may take a decision in one of the following ways:

24.1 A virtual or in-person meeting called at short notice;
24.2 A quorum of Members, including the Chair, considering the decision via correspondence and confirming their support;

25. Underpinning the procedure for decisions between scheduled meetings are the following principles:

25.1 Significant issues requiring decision by Members should be submitted to a scheduled meeting, unless in the opinion of the Chair in consultation with the Chief Executive this would impose an unreasonable delay on timely decision-making. More routine issues may be presented to Members in correspondence in the first instance, to ensure formal meeting agendas are kept free for more strategic matters.
25.2 The Force and/or Authority Executive will provide a report, as far as is practicable, as if the decision were being reported to a scheduled meeting of the Authority/Committee.
25.3 Members will be given, as far as is practicable, one calendar week to consider the decision, acknowledging there may be occasions where an unforeseen issue requires decision against a shorter deadline.
25.4 Any decision made between scheduled meetings will be reported in writing to the next scheduled meeting of the Authority or relevant Committee for information.

The Committees

Appointment of Committees, Groups and Panels

26. The Authority shall appoint Committees including an Audit and Risk Committee. The Authority may appoint such other Committees, Groups and Panels as it considers appropriate for the efficient and effective discharge of the Authority's functions.

27. No Committee, Group or Panel may take decisions on behalf of the Authority unless the Authority has expressly granted that power under that body's terms of reference.

28. Notwithstanding the quorum of Committees, Groups or Panels, casual vacancies arising in the membership of a Committee or Group may be filled and substitute Members may be appointed by the Chair.

Committee Chair

29. The Authority Chair will appoint the Chair of a Committee who shall be a standing Member

of that Committee. The Authority Chair may chair any Committee with the exception of the Committee dealing with audit matters.

Meetings to be held

30. Committee meetings shall be held on such days and at such times decided by the Authority, or by the Committee Chair.

31. Additional meetings of the Committee may be convened by its Chair at any time.

Terms of Reference for Committees

32. The terms of reference will be agreed by the Authority normally in June each year. The terms of reference for the committees may be amended throughout the year with the approval of the Authority.

33. The agenda for a meeting of a Committee shall be prepared by the Chief Executive in consultation with the Chair of the Committee.

Quorum of Committees

34. The quorum of Committees shall be half of the Members all of whom must have full voting rights.

Committee Minutes

35. Committee minutes will be circulated to all Members of the Authority.

Public access to meetings and papers General Access Policy

36. Authority meetings will be held in public, except at such times as the Authority is considering information that is protectively marked according to the Government Protective Marking Scheme. All Authority reports, excluding those with a protective marking, will be available to the public on the Authority's website, including the minutes of the meeting once formally approved.

37. Meetings will be advertised on the Authority website and will be held at a time and place which would encourage interested parties to attend.

38. If a member of the public or press disturbs or disrupts a meeting, the Chair should warn of the consequences first and if it continues the Chair shall order his or her removal from the meeting. The Chair can also adjourn the meeting for a period considered expedient.

39. The Authority may also pass a resolution to exclude the press and public from all or part of a meeting if publicity would be prejudicial to the public interest because the business being transacted is subject to protective status or exempt as defined by the Freedom of Information Act (FOIA) 2000 or Data Protection Act 1998.

40. Committee meetings will be held in private but papers and minutes will be published on the website, in accordance with the Authority's FOI Publication Scheme. Those papers subject to protective marking will need to undergo a public interest test, unless they meet the criteria for an absolute exemption under the FOIA 2000 in which case they will not be released.

Protected Information

41. The status of a report or agenda item shall be clearly identified according to the Government Protective Marking Scheme at the time that the report is submitted to the Authority Executive for despatch.

Protected information may include:

a) information relating to action taken or to be taken in connection with the prevention, investigation or prosecution of crime or which would be significant value to those individuals targeted by the Force in that, amongst other things, it would tend to provide information about the methods or capacity of the Force beyond such information which is properly in the public domain;
b) information which has national security implications;
c) information containing personal details of identifiable individuals;
d) information of a commercially sensitive nature relating to financial contracts;
e) information which, by statute or court order, may not be published;
f) information relating to any consultation or negotiations, or contemplated consultations or negotiations, in connection with any matter of staff relations, terms of employment, or conditions of services arising between the Authority and/or the Chief Constable and any employee of the Authority; and
g) information which a claim to legal professional privilege could be maintained in legal proceedings.
h) any other categories of information which the Chair and the Chief Executive consider would be in the interests of the Force to keep confidential.

42. In resolving to exclude material from publication in accordance with these standing orders, the Authority shall specify and publicly minute the reasons for its decision by listing the type of confidential information as outlined in SO 39 above.

Disagreements on the status of protected documents

43. The Authority may decide that it wishes to deal with a report in public session, or to make it available to the public. However, it shall not do so without giving the author an opportunity to address the Authority in private session to explain why they consider that the information should retain a protective marking.

Questions from the Public at Authority Meetings

44. Members of the public may ask questions of the Authority, which are relevant to its business, functions or responsibilities. The Chief Executive must receive the question not less than ten working days before the meeting of the Authority.

45. A person may ask no more than two questions in a rolling 12 month period.

46. The Chief Executive will have the discretion to refuse a question in consultation with the Chair or, in their absence the Deputy Chair. If a question is refused the Chief Executive shall write and outline the reason(s) for this decision. The letters shall be copied to all Authority Members before the meeting. The reasons why a question may be refused may include the following (although it should be noted that this is not an exhaustive list):

a) The question cannot be answered satisfactorily without the disclosure of exempt information (as defined in the Access to Information or Freedom of Information legislation)
b) The question has already been answered by another means and contains no issues of wider public interest that require a public answer
c) The question contains a number of different questions, in which case the Chief Executive will ask for an amended question to be submitted (the amended question is still subject to the listed exemptions and must still be submitted at least ten working days before the meeting for an answer to be provided, if submitted after this timeframe it may not be answered until the next meeting of the Authority)
d) The question is similar to, or on a similar theme to, a question asked by someone else in

the preceding three months.

47. Questions shall be included on the agenda for the meeting. The Chief Executive will respond to any questions either orally or in writing on behalf of the Authority. Following the response the person who asked the question may speak for a maximum of three minutes. If any clarification is sought regarding the answer this will be given to the person within ten working days of clarification being sought.

48. To ensure that the business of the Authority is not disrupted a maximum of 20 minutes will be allowed for public questions and answers.

Variations to Standing Orders

Suspension of Standing Orders

49. A resolution may be passed to suspend Standing Orders in specific instances where it is deemed to be in the interest of the Authority. The resolution must be agreed by a majority vote.

Amending and revoking Standing Orders

50. Any changes to these Standing Orders may be agreed at the Annual Meeting, or at any ordinary meeting of the Authority.

Interpretation of Standing Orders

51. The ruling of the Chair as to the interpretation or application of these Standing Orders shall be final.